

# WAIS, INC.

## BOARD MEETING AGENDA

September 23, 1994

10 a.m. - 4 p.m.

10:00 am - 12 noon

### Company Business

- ✓• Stock option - due date?
- Engineer salary
- ✓• Board indemnification
- ✓• Past minutes
- Last year's finances
- Forecasts
- Hiring status
- Facilities - space/rent
- Hot projects
- ✓• Tom Evslin
- ✓• Letter to JD & BG re: bonus
- ✓• Repayment of loan interest to BK
- ✓• Repayment to BK of personal loan
- ✓• Anything to do to change corporate counsel?
- ✓• Legal survey deadline?
- ✓• *Chris Bassett*

12 noon - 1:00 pm

Lunch Break

1:00 pm - 4:00 pm

Publishing Business and Company Structure

**Company Status Issues**

Brewster Kahle

9/22/94

Company Confidential

**Rent:** current space in Menlo Park: \$4500

Number of employees that can go into the current Menlo Park location: 40-50

Current space in Washington DC: \$250/mo starting 6/94

We intend to move this into real office facilities when the 2nd person in DC starts  
(we have one offer outstanding)

**Insurance:** We have property and liability as well as workmans compensation.

**Taxes:** We are paying payroll taxes in California and Maryland.

We are resolving our sales tax issues are. This will be done by October 15, 1994.

**Benefits:** Health insurance (PPO), vacation.

We would like to institute 401k.

We would like to add dental insurance to our benefits package.

Name Title	Compensation Dates	Compensation Levels (Per year unless noted otherwise)	Bonus Fiscal 1994	Dates of Stock Offers	Stock Offerings
Dan Aronson Senior Engineer, Info Svcs	1/1/94 8/15/94	\$52,000 \$60,000	\$965.33	1/1/94 8/20/94	12k shares (5 yr vesting) 18k shares (5 yr vesting)
Judy Chen Executive Assistant	6/20/94	\$25,500	\$38.24		
Dia Cheney Administration, Mktg	9/1/93 4/1/94	\$28,500 \$30,000	\$932.84	4/8/94	2.5k shares
Kevin Cronin Sales Account Manager	8/15/94	\$47,500 (Estimate for Fiscal Y95)			
John Duhring VP, Business Information Svcs Member of Board of Directors	1/9/93 1/1/94	3k/month + 10% comm. \$80,000	\$2,820.42	9/27/93	100k shares (5 yr vesting) 50k
Bill Dunn Member of Board of Directors	8/93			8/93	1% of total Company Stock
Bruce Gilliat VP Sales, VP Marketing	5/1/94	\$120,000	\$185.64	5/1/94	3% of Company Equity
Brewster Kahle President Chairman of Board of Directors	7/92	\$85,000	\$3,155.87	(Date of Incorporation)	2.5 Million Shares
Ben Lai Engineer, Technical Support		\$40,000	\$866.32		
Than Lee Sales Assistant	10/4/94 10/1/94	\$23,750 \$25,000	\$540.43		
Cyndy Miller-Riley Distribution Sales Manager	10/15/94	\$77,500 (Estimate for Fiscal Y95)			
Harry Morris Senior Information Engineer	7/92	\$50,000	\$11,856.39	??	??
Kevin Oliveau Senior Information Engineer	4/93 4/94	\$48,000 \$60,000	\$1,819.27	?? ??	?? (new total 30k shares)
Larry Steinberg Account Manager - Online Svcs	10/15/94	\$77,500 (Estimate for Fiscal Y95)			
Will Tuthill Senior Engineer	8/29/94	\$57,000		8/29/94	5k shares (5yr vesting)
<b>Consultants:</b>					
Margaret St.Pierre Contract Engineer	4/93	\$49,000	\$1,819.27		
Nick Scharf Consultant	4/26-9/22/94	\$11,462			\$11,462 w/flat 86M for everything
Keira Bromberg Contract Production Manager	9/7/94	\$5000/per month			
JP Masser Contract Engineer	10/1/94	\$6000/per month			

2 sep grants

2 grants

Sept 8, 1993

Sept 8, 1993

- Next handout: overview of how we are doing

- \* Alan needs

- vesting, buyback, preferred

- Pin  $\rightarrow$  Brewster loans

- Brewster  $\rightarrow$  Alan all significant contracts  
Lease

- make salary rate

- metadata

- gross spend

- protocol

- usage patterns

- ability

strategy discuss:

personal  
corporate → central markets  
WAA published

Steve

→ Board

→ Management

people

Brewster, VC1, VC2, Bill, Industry expert

Brewster CTO

x CEO or COO

x CFO

VP marketing

Business plan

• Size of market

tools → services

• Competitive advantages

• Discussion of tech

• management team

• Believable sales plan to get to \$100M

{ what do they want